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Stamp and Return

September 21, 2012

Carl Frank
202.719.7269
cfrank@wileyrein.com

Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000

**Re: Application of DOCOMO Guam Holdings, Inc., to Transfer Control of
the Domestic Section 214 Authorization of Guam Telecom, LLC**

Dear Sir/Madam:

Enclosed please find a completed Form 159 with a credit card payment in the amount of \$1,050.00 in satisfaction of the required filing fee associated with the application to transfer the domestic Section 214 authorization of Guam Telecom, LLC, from MCV Guam Holdings, Inc., to DOCOMO Guam Holdings, Inc. Pursuant to Section 63.04 of the Commission's rules, 47 C.F.R. § 63.04, on September 21, 2012, DOCOMO Guam Holdings, Inc., filed electronically a joint domestic and international Section 214 application through the International Bureau Filing System ("IBFS"). A copy of this filing is attached.

Please stamp and return the extra copy in the enclosed, self-addressed envelope. Should you have any questions concerning this filing, please contact the undersigned.

Sincerely,

Carl Frank
Counsel for DOCOMO Guam Holdings, Inc.

Enclosures

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3060-0589
Page No. 1 of 1

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Colleen King		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,050.00	
(4) STREET ADDRESS LINE NO. 1 c/o Wiley Rein LLP			
(5) STREET ADDRESS LINE NO. 2 1776 K Street, NW			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20006
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-719-7307		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0014925010		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME DOCOMO Guam Holdings, Inc.			
(14) STREET ADDRESS LINE NO. 1 1100 13th Street, NW			
(15) STREET ADDRESS LINE NO. 2 Suite 900			
(16) CITY Washington		(17) STATE DC	(18) ZIP CODE 20005
(19) DAYTIME TELEPHONE NUMBER (include area code) 202-639-9374		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0014871933		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID Domestic Section 214	(24A) PAYMENT TYPE CODE CDT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$1,050.00	(27A) TOTAL FEE \$1,050.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE _____ DATE _____			
SECTION E - CREDIT CARD PAYMENT INFORMATION			
ACCOUNT NUMBER _____ MASTERCARD VISA <input checked="" type="checkbox"/> AMEX _____ DISCOVER _____			
EXPIRATION DATE _____			
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described. SIGNATURE <i>Colleen King</i> DATE 9/21/12			

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003

Approved by OMB
3060-0686

INTERNATIONAL SECTION 214 AUTHORIZATIONS
FOR ASSIGNMENT OR
TRANSFER OF CONTROL
FCC FORM 214TC
FOR OFFICIAL USE ONLY

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

Application for Transfer of Control of International and Domestic Section 214 Authority Held By Guam Telecom, LLC

1. Legal Name of Applicant

Name:	DOCOMO Guam Holdings, Inc.	Phone Number:	202-639-9374
DBA Name:		Fax Number:	202-639-9340
Street:	1100 13th Street, NW Suite 900	E-Mail:	djeppsen@docomo-usa.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20005 --
Attention:	David Jeppsen		

2. Name of Contact Representative

Name:	Carl Frank	Phone Number:	202-719-7269
Company:	Wiley Rein LLP	Fax Number:	202-719-7049
Street:	1776 K Street, NW	E-Mail:	cfrank@wileyrein.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20006-
Attention:		Relationship:	Legal Counsel

CLASSIFICATION OF FILING

3. Choose the button next to the classification that best describes this filing. Choose only one.

☐ a. Assignment of Section 214 Authority

An Assignment of an authorization is a transaction in which the authorization, or a portion of it, is assigned from one entity to another. Following an assignment, the authorization will usually be held by an entity other than the one to which it was originally granted. (See Section 63.24(b).)

☒ b. Transfer of Control of Section 214 Authority

A Transfer of Control is a transaction in which the authorization remains held by the same entity, but there is a change in the entity or entities that control the authorization holder. (See Section 63.24(c).)

☐ c. Notification of Pro Forma Assignment of Section 214 Authority (No fee required)

☐ d. Notification of Pro Forma Transfer of Control of Section 214 Authority (No fee required)

Date of Consummation: Must be completed if you select c or d.

4. File Number(s) of Section 214 Authority(ies) for Which You Seek Consent to Assign or Transfer Control.
 Note: If the Section 214 Authorization Holder whose authority is being assigned or transferred does not have an "ITC" File No. under which it is operating, contact the Help Desk for assistance before proceeding further with this application. You cannot enter an "ITC-ASG" or "ITC-T/C" File No. in response to this question. Your response must specify one or more "ITC" File Nos. Relevant "ITC-ASG" or "ITC-T/C" File Nos. should be listed only in Attachment 1 in response to Question 10.

File Number: IT C214200508250 0349	File Number:	File Number:	File Number:	File Number:	File Number:	File Number:	File Number:
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5. Name of Section 214 Authorization Holder

Name:	Guam Telecom, LLC	Phone Number:	904-647-9610
DBA Name:		Fax Number:	904-647-9611
Street:	9016 Tropical Bend Cir	E-Mail:	John@JWKingLaw.com
City:	Jacksonville	State:	FL
Country:	USA	Zipcode:	32256 -9192
Attention:	John W. King		

6. Name of Assignor / Transferor

Name: MCV Guam Holding Corp.

Phone Number: 904-647-9610

DBA Name:

Fax Number: 904-647-9611

Street: 9016 Tropical Bend Cir

E-Mail: John@JWKingLaw.com

City: Jacksonville

State: FL

Country: USA

Zipcode: 32256
9192

Attention: John W. King

7. Name of Assignee / Transferee

Name:	DOCOMO Guam Holdings, Inc.	Phone Number:	202-639-9374
DBA Name:		Fax Number:	202-639-9340
Street:	1100 13th Street, NW	E-Mail:	djeppsen@docomo-usa.com
	Suite 900		
City:	Washington	State:	DC
Country:	USA	Zipcode:	20005
			—
Attention:	David Jeppsen		

8a. Is a fee submitted with this application?

- ☒ If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
- ☐ Governmental Entity ☐ Noncommercial educational licensee ☐ Notification of Pro Forma (No fee required.)
- ☐ Other (please explain):

8b. You must file a separate application for each legal entity that holds one or more Section 214 authorizations to be assigned or transferred.

Fee Classification CUT – Section 214 Authority

9. Description (Summarize the nature of the application.)

(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

Application for transfer of control of international and domestic
Section 214 authority held by Guam Telecom, LLC to DOCOMO Guam
Holdings, Inc.

10. In Attachment 1, please respond to paragraphs (c) and (d) of Section 63.18 with respect to the assignor/transferor and the assignee/transferee. Label your response "Answer to Question 10".

11. Does any entity, directly or indirectly, own at least ten (10) percent of the equity of the assignee/transferee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the rules?

☒ Yes ☐ No

If you answered "Yes" to this question, provide in Attachment 1, the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the assignee/transferee, and the percentage of equity owned by each of those persons or entities (to the nearest one percent). Label your response "Answer to Question 11."

12. Does the assignee/transferee have any interlocking directorates with a foreign carrier?

☒ Yes ☐ No

If you answered "Yes" to this question, identify each interlocking officer/director in Attachment 1. (See Section 63.09(g).) Provide the name and position/title of the individual or entity, the name of the foreign carrier, and the country in which the foreign carrier is authorized to operate. Label your response: "Answer to Question 12."

13. Provide in Attachment 1 a narrative of the means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to Section 63.24(e), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name. Label your response "Answer to Question 13."

Note: The assignor may retain any or all of its international Section 214 File Nos. In that case, the assignor will continue to hold the international section 214 authorizations that it specifies in response to this question. The ITC-ASG File No. that the Commission assigns to this application will, when granted, constitute Commission authorization of the proposed assignment of assets and /or customers from the assignor to the assignee. Unless Commission grant of the assignment application specifies otherwise, the assignee may provide the same services on the same routes as permitted under the assignor's Section 214 authorization(s), and the assignee may provide such service to any customers it may obtain in the ordinary course of business.

If this filing is not a notification of a pro forma assignment or pro forma transfer of control, please respond to Questions 14–20 below. (See Section 63.24(d).) Otherwise, you may proceed to Question 21 below.

14. Check "Yes" below if the assignee is a foreign carrier or if, upon consummation of the proposed assignment or transfer of control, the Section 214 holder would be affiliated with a foreign carrier. (See Section 63.18 (i).) The terms "foreign carrier" and "affiliated" are defined in Section 63.09 (d) & (e) of the rules respectively. ☒ Yes ☐ No

If you answered "Yes" to this question, please specify in Attachment 1 each foreign country in which the assignee is a foreign carrier or in which the Section 214 holder, upon consummation, would be affiliated with a foreign carrier. Label your response, "Answer to Question 14."

15. If this application is granted and the proposed assignment or transfer is consummated, would the Section 214 holder be authorized to provide service to any destination country for which any of the following statements is true?

☒ Yes ☐ No

- (1) The Section 214 holder is a foreign carrier in that country; or
- (2) The Section 214 holder controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of the Section 214 holder, or that controls the Section 214 holder, controls a foreign carrier in that country.
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the Section 214 holder and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

If you answered "Yes" to this question, please specify in Attachment 1 each foreign carrier and country for which any of the above statements would be true. Label your response, "Answer to Question 15."

16. If you answered "Yes" to question 14, do you request classification of the Section 214 holder as a "non-dominant" carrier, upon consummation of the proposed transaction, between the United States and any or all countries listed in response to Question 14? See Section 63.10 of the rules.

☒ Yes ☐ No

If you answered "Yes" to this question, you must provide information in Attachment 1 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination country route where it would be a foreign carrier, or would be affiliated with a foreign carrier and for which you request non-dominant classification. Label your response, "Answer to Question 16."

17. If you answered "Yes" to question 14 and you have not provided information in response to Question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination route where it would be a foreign carrier, or be affiliated with a foreign carrier, check "Yes" below to certify that the assignee/transferee agrees to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in the provision of international service between the United States and any foreign country(ies) for which you have not provided the required information.

☒ Yes, I certify that I agree to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in my provision of international service between the United States and the following foreign country(ies):

Japan

☐ No, Does not apply.

18. If you answered "Yes" to question 15, and if you have not provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules in its provision of service to each of the countries identified in response to question 15, the Section 214 holder may not be eligible to provide international telecommunications service between the U.S. and each such country following consummation of the assignment or transfer. In order to determine whether the public interest would be served by authorizing service on these U.S.-destination country routes, the assignee/transferee must provide information, in Attachment 1, to satisfy one of the showings specified in Section 63.18(k) of the rules. Label your response, "Answer to Question 18."

19. If the assignee, or the Section 214 holder that is the subject of this transfer of control application, is a provider of Commercial Mobile Radio Services, you need not answer this question.

If any of the Section 214 authorization(s) that would be assigned or transferred, authorize the Section 214 holder to resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country listed in response to question 14, and unless you have provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10(a)(3) of the rules for each country, check "Yes" below to certify that the assignee/transferee will file the quarterly traffic reports required by Section 43.61(c) of the rules; and/or state in Attachment 1 that the foreign carrier(s) for which the applicant has not made a showing under Section 63.10(c)(3) do(es) not collect settlement payments from U.S. international carriers. (See Section 63.18(l).)

☒ Yes, I certify that I agree to comply with the quarterly traffic reporting requirements set forth in section 43.61(c) of the rules.

20. If the applicant desires streamlined processing pursuant to Section 63.12 of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. (See Section 63.18(p).) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

Applicant certifies that its responses to questions 21 through 25 are true:

21. The assignee/transferee certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into any such agreements in the future. ☒ Yes ☐ No

22. By signing this application, the undersigned certify either (1) that the authorization(s) will not be assigned or that control of the authorization(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to the notification procedures for pro forma transactions under Section 63.24 of the rules. The assignee/transferee also acknowledges that the Commission must be notified by letter within 30 days of a consummation or of a decision not to consummate. (See Section 63.24(e)(4).) ☒ Yes ☐ No

23. If this filing is a notification of a pro forma assignment or transfer of control, the undersigned certify that the assignment or transfer of control was pro forma and that, together with all previous pro forma transactions, does not result in a change in the actual controlling party. ☐ Yes ☐ No
☒ Not a Pro Forma

24. The undersigned certify that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.	<input checked="" type="radio"/> Yes <input type="radio"/> No
25. The assignee/transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.	<input checked="" type="radio"/> Yes <input type="radio"/> No

CERTIFICATION

26. Printed Name of Assignor / Transferor MCV Guam Holdings Corp.	29. Printed Name of Assignee / Transferee DOCOMO Guam Holdings, Inc.
27. Title (Office Held by Person Signing) President & CEO	30. Title (Office Held by Person Signing) Director and Chairman
28. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Craig Thompson	31. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Hajime Kii
<p align="center">WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</p>	

FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

The public reporting for this collection of information is estimated to average 8 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the required data, and completing and reviewing the collection of information. If you have any comments on this burden estimate, or how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD-PERF, Paperwork Reduction Project (3060-0686), Washington, DC 20554. We will also accept your comments regarding the Paperwork Reduction Act aspects of this collection via the Internet if you send them to PRA@fcc.gov. PLEASE DO NOT SEND COMPLETED FORMS TO THIS ADDRESS.

Remember – You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0686.

THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104-13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.

Attachment 1

**APPLICATION FOR TRANSFER OF CONTROL
OF INTERNATIONAL AND DOMESTIC SECTION 214 AUTHORIZATIONS**

Pursuant to Section 214 of the Communications Act of 1934, as amended, ("the Act"), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission's rules, 47 C.F.R. §§ 63.04 and 63.24, MCV Guam Holding Corp. ("MCVGH") and DOCOMO Guam Holdings, Inc. ("DOCOMO Guam") request Commission consent to the transfer of control of the international and domestic Section 214 authorizations held by Guam Telecom, LLC, a wholly owned subsidiary of MCVGH, to DOCOMO Guam.

Answer to Question 10 - Section 63.18(c)-(d):

Transferor Information (MCV Guam Holding Corp.):

Contact Information:

MCV Guam Holding Corp.
497 Harmon Loop Road
Dededo, GU 96929

With a copy to:

John King
LAW OFFICE OF JOHN WELLS KING, PLLC
9016 Tropical Bend Circle
Jacksonville, FL 32256-9192
Tel: 904-647-9610
Fax 904-647-9611
E-mail: john@jwkinglaw.com

International Section 214 Authorizations:

MCVGH does not hold any international Section 214 authorizations. Guam Telecom, LLC, a wholly owned subsidiary of MCVGH, holds the international Section 214 authorization that is the subject of this application, File No. ITC-214-20050825-00349 (global facilities-based and resale services).

Transferee Information (DOCOMO Guam Holdings, Inc.):

Contact Information:

DOCOMO Guam Holdings, Inc.
c/o NTT DOCOMO, INC.
1100 13th Street NW

Suite 900
Washington, DC 20005

With a copy to:

Carl Frank
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006
Tel: 202-719-7269
Fax: 202-719-7049

International Section 214 Authorizations:

DOCOMO Guam does not hold any international Section 214 authorizations. Wholly owned subsidiaries of DOCOMO Guam hold the following international Section 214 authorizations: (1) DOCOMO PACIFIC, INC., holds two international 214 authorizations to provide global facilities-based services, File No. ITC-214-20040517-00201, and global resale services, File No. ITC-214-19961120-00583¹; and (2) NTT DOCOMO USA, INC. holds one international Section 214 authorization to provide global facilities-based and resale services, File No. ITC-214-20000507-00304.²

Answer to Question 11 - Section 63.18(h):

DOCOMO Guam is a corporation organized under the laws of Guam. The following entities hold a 10 percent or greater direct or indirect interest in transferee, DOCOMO Guam:

¹ The Commission's International Bureau Filing System currently identifies Guam Cellular and Paging, Inc. as the licensee of authorization File No. ITC-214-19961120-00583. Guam Cellular and Paging, Inc. subsequently changed its name to DOCOMO PACIFIC. See Letter from James W. Hofman, II, General Counsel, DOCOMO PACIFIC, to Marlene H. Dortch, Secretary, Federal Communications Commission (Jan. 5, 2011).

² The Commission's International Bureau Filing System currently identifies Guam Wireless Telephone Company, LLC as the licensee of authorization File No. ITC-214-20000507-00304. This authorization, however, was assigned to Guam Cellular and Paging, Inc. on December 15, 2006. See *Applications of Guam Cellular and Paging, Inc. and DoCoMo Guam Holdings, Inc. and Applications of Guam Cellular and Paging, Inc. and Guam Wireless Telephone Company, LLC*, Memorandum Opinion and Order and Declaratory Ruling, 21 FCC Rcd 13580 (2006); see also Letter from Cheryl A. Tritt, Counsel to NTT DOCOMO, INC., to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 06-96 (Dec. 21, 2006) (consummation notice). Guam Cellular and Paging, Inc. subsequently changed its name to DOCOMO PACIFIC. See Letter from James W. Hofman, II, General Counsel, DOCOMO PACIFIC, to Marlene H. Dortch, Secretary, Federal Communications Commission (Jan. 5, 2011). In March 2011, this authorization was assigned from DOCOMO PACIFIC to NTT DOCOMO USA, INC. See *International Authorizations Granted*, Public Notice, Report No. TEL-01489, DA 11-544, File No. ITC-ASG-20110308-00062 (Mar. 24, 2011).

Name: NTT DOCOMO, INC. ("DOCOMO")
Address: 2-11-1 Nagata-cho, Chiyoda-ku
Tokyo 100-6150, Japan
Citizenship: Japan
Principal Business: Mobile telecommunications and information services
Percentage Held: 100% direct voting and equity interest in DOCOMO Guam

Name: NIPPON TELEGRAPH AND TELEPHONE CORPORATION
("NTT")
Address: 3-1, Otemachi 2-Chome, Chiyoda-ku
Tokyo 100-8116, Japan
Citizenship: Japan
Principal Business: Ownership of shares and exercise of rights as shareholder of NTT
group companies
Percentage Held: 63.32% direct equity and 66.65% direct voting interest in NTT
DOCOMO, INC. Other than NTT, no single entity holds more
than approximately 2% of DOCOMO.

Name: Japan Ministry of Finance
Address: 3-1-1 Kasumigaseki, Chiyoda-ku
Tokyo 100-8940, Japan
Citizenship: Japan
Principal Business: Japanese government
Percentage Held: 32.59% direct voting and equity interest in NTT

Except for the Ministry of Finance, ownership of NTT is widely dispersed. No other person or entity holds a ten percent or greater direct or indirect voting or equity interest in DOCOMO Guam.

Answer to Question 12 - Section 63.18(h):

Hajime Kii is a director and Chairman of DOCOMO Guam and also a director of Tata Teleservices Limited, a carrier in India. Masayuki Izumi is director and President of DOCOMO Guam and a director of Robi Axiata Limited, a carrier in Bangladesh.

Kazuto Tsubouchi, the Chief Financial Officer of DOCOMO, and Kiyohito Nagata, a director of DOCOMO also are directors of Tata Teleservices Limited.

Answer to Question 13 - Narrative of Transfer of Control and Public Interest Statement:

Please see Exhibit 1.

Answer to Question 14 - Section 63.18(i):

DOCOMO Guam certifies that it is not a foreign carrier, as that term is defined by Section 63.09 of the Commission's rules, 47 C.F.R. § 63.09.

DOCOMO Guam is directly owned by DOCOMO, a mobile telecommunications carrier in Japan. In addition, through its indirect 63.32% ownership by NTT, DOCOMO Guam certifies that it is affiliated with the following foreign carriers:

Name of the Affiliated Carrier	Locations in which carrier is authorized to provide telecommunications services to the public
NTT Communications Corporation	Japan
NTT East Corporation	Japan
NTT West Corporation	Japan
Nippon Telecommunications Network Co., Ltd.	Japan
Robi Axiata Limited	Bangladesh
NTT Com Asia Ltd.	China
NTT Com Asia Network Systems (Guangzhou) Company Limited	China
HKNet Company Ltd.	China
HKNet Wireless Co. Ltd.	China
Tata Teleservices Limited	India
NTT Korea Co., Ltd.	Korea
NTT Taiwan Ltd.	Taiwan

Answer to Question 15 - Section 63.18(j):

DOCOMO Guam hereby certifies that it is not a foreign carrier in any destination market, and does not control a foreign carrier in any destination market.

DOCOMO Guam hereby certifies that it provides international telecommunications services to all of the destination markets identified in response to Question 14 above in which NTT controls a foreign carrier.

Answer to Question 16 - Section 63.10:

DOCOMO Guam seeks non-dominant classification on all routes in which NTT controls a foreign carrier, except the U.S.-Japan route, where NTT is considered dominant. Except for the NTT's affiliates in Japan, all of the foreign carriers identified above lack 50 percent market share in the international transport and the local access markets in the destination markets where they provide services. None of these foreign carriers is listed on the Commission's List of Foreign Telecommunications Carriers That Are Presumed to Possess Market Power in Foreign Telecommunications Markets.³

³ *The International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233 (Jan. 26, 2007).

The Commission has previously reviewed the following foreign carriers affiliated with NTT: NTT Communications Corporation, NTT Com Asia Ltd., NTT Com Asia Network Systems (Guangzhou) Company Limited, HKNet Company Ltd., HKNet Wireless Co. Ltd., NTT Korea Co., Ltd., and NTT Taiwan Ltd. After reviewing these carriers, the FCC found that NTT only is dominant on the U.S.-Japan route.⁴ Consequently, these previously reviewed affiliates operating in countries other than Japan qualify for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules (47 C.F.R. § 63.10(a)(3)).

Robi Axiata Limited ("Robi") provides only mobile services in Bangladesh, a WTO member country. Robi lacks market power in Bangladesh and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules, 47 C.F.R. § 63.10(a)(3). The company does not control bottleneck facilities and has market shares under 50 percent in all relevant markets on the foreign end of the U.S.-Bangladesh route, including the international transport and local access markets. In addition, the Commission has determined that mobile wireless service providers lack sufficient market power to affect competition adversely in the U.S. market.⁵

Tata Teleservices Limited provides mobile services in India. Tata Teleservices Limited lacks market power in India and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules, 47 C.F.R. § 63.10(a)(3). The company does not control bottleneck facilities and has market shares under 50 percent in all relevant markets on the foreign end of the U.S.-India route, including the international transport and local access markets. In addition, the Commission has determined that mobile wireless service providers lack sufficient market power to affect competition adversely in the U.S. market.⁶

Answer to Question 17 - Section 63.10(c)&(e):

DOCOMO Guam is considered dominant with respect to the U.S.-Japan route and agrees to comply with the dominant carrier safeguards in Section 63.10(c) & (e) of the rules in the provision of international service between the United States and Japan.

Answer to Question 18 - Section 63.18(k):

Japan is a Member of the World Trade Organization.

⁴ See *Actions Taken Under Cable Landing License Act*, Public Notice, Report No. SCL-00086, DA 09-1130, File No. SCL-MOD-20080714-00012 (June 5, 2009).

⁵ *International Common Carrier Regulations – 1998 Biennial Regulatory Review*, Report and Order, 14 FCC Rcd 4909, 4922 (¶ 29) (1999).

⁶ *Id.*

Answer to Question 20 - Section 63.18(p):

Pursuant to Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12, this application for transfer of control of international Section 214 authority qualifies for streamlined processing. As explained in response to Question 16 above, DOCOMO Guam is non-dominant on all routes other than the U.S.-Japan route. With respect to the U.S.-Japan route, DOCOMO Guam agrees to be classified as dominant and to comply with the dominant carrier safeguards contained in Section 63.10 of the Commission's rules, 47 C.F.R. § 63.10.

INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES IN RELATION TO GUAM TELECOM'S DOMESTIC 214 AUTHORIZATION

In support of the Applicants' request for consent to transfer control of Guam Telecom's domestic blanket Section 214 authority to DOCOMO Guam, the following information is submitted pursuant to Section 63.04 of the Commission's rules, 47 C.F.R. § 63.04. Specifically, Section 63.04(b) provides that applicants submitting a joint domestic/international Section 214 transfer of control application should submit as an attachment to the international Section 214 application responses to the information requested in paragraphs (a)(6) through (a)(12) of Section 63.04.

Section 63.04(a)(6) – Description of the transaction:

For a description of the transaction, please see Exhibit 1.

Section 63.04(a)(7) – Description of the geographic area in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Affiliates of the transferor, MCVGH:

- Guam Telecom LLC is a telecommunications provider in Guam that offers switched domestic and international telephone services to the residential and business sectors. Guam Cablevision, LLC, provides cable television service in Guam. The companies' offerings are combined under the name MCV Broadband. MCV first began operations in Guam in 1993 as a cable television operator. MCV added high-speed internet service in 2000, digital television in 2006, digital phone service in 2007 and high definition (HD) television service in 2008.
- CNMI Telecom LLC is authorized to provide domestic and international telecommunications services in the CNMI, but does not, at present, provide any telecommunications services. Its affiliate, CNMI Cablevision LLC dba Marianas Cablevision (MCV) provides cable television service in the islands of Saipan, Tinian and Rota.

- Guam Cable Group, Inc. holds certain indefeasible rights of use in the China-US undersea cable that permit it to collocate equipment at the Tumon Bay and Tanguisson cable landing stations in Guam, and leasehold interests in fiber optic capacity linking these cable landing stations. Guam Cable Group, Inc. makes these facilities available to other licensed carriers for resale. It does not provide services to end users.

Affiliates of the transferee, DOCOMO Guam:

- DOCOMO PACIFIC INC. provides mobile wireless telecommunications services in Guam and the CNMI.
- NTT DOCOMO USA, INC. holds indirect minority interest in Keystone Wireless, a company that provides mobile wireless telecommunications services in Pennsylvania, and provides mobile wireless telecommunications services through its facilities as "DOCOMO USA Wireless" in the U.S mainland, Hawaii, and other foreign countries.

Section 63.04(a)(8) – Statement as to how the Application qualifies for streamlined treatment:

This application for transfer of control of domestic Section 214 authorization presumptively qualifies for streamlined processing pursuant to Section 63.03(b)(1)(ii) because DOCOMO Guam, the transferee, is not a telecommunications provider. 47 C.F.R. §63.03(b)(1)(ii). This application also qualifies for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction: (1) Applicants and their affiliates (as defined in 47 U.S.C. § 153(1) – "Affiliates") combined will hold less than a ten (10) percent share of the interstate, interexchange market; (2) to the extent that Applicants or their Affiliates provide U.S. local exchange services or exchange access services, those services are provided only in geographic areas served by a dominant local exchange carrier that is not a party to this transaction; and (3) none of the Applicants or their Affiliates is dominant with respect to any U.S. domestic service. 47 C.F.R. §63.03(b)(2)(i).

Section 63.04(a)(9) – Identification of all other Commission applications related to this transaction:

Please see Exhibit 2.

Section 63.04(a)(10) – Statement of whether the applicants request special consideration because either party is facing imminent business failure:

The Applicants do not request special consideration because no parties to this transaction are facing imminent business failure.

Section 63.04(a)(11) – Identification of any separately filed waiver requests being sought in conjunction with this application:

No separately filed waiver requests are sought in conjunction with this application.

Section 63.04(a)(12) – Statement showing how grant of the Application will serve the public interest, convenience and necessity:

Please see Exhibit 1.

Exhibit 1

Description of Parties, Description of the Transaction, and Public Interest Statement

DOCOMO Guam Holdings, Inc. ("DOCOMO Guam") and MCV Guam Holdings Corp. ("MCVGH" and together with its affiliates, "MCV") seek Federal Communications Commission ("FCC") consent to a transfer of control of all of the licenses and authorizations held by subsidiaries of MCVGH to DOCOMO Guam, a wholly owned subsidiary of NTT DOCOMO, INC. ("DOCOMO"). MCV holds domestic and international section 214 authorizations, a submarine cable authorization, and a Cable Television Relay Service ("CARS") license that are used for the provision of cable television, high-speed data, Voice over Internet Protocol ("VoIP") in Guam and cable television and high-speed data service in the Commonwealth of the Northern Mariana Islands ("CNMI").

I. Description of the Transaction

A. DOCOMO and DOCOMO Guam

DOCOMO, a corporation organized under the laws of Japan, a WTO country, is a mobile communications company that provides wireless voice and data communications to more than 60 million subscribers in Japan. DOCOMO also is a force in the continuing advancement of mobile technologies and standards.

DOCOMO Guam, a wholly owned subsidiary of DOCOMO, is a holding company incorporated in Guam that provides cellular services in Guam and the CNMI through its wholly owned subsidiary, DOCOMO PACIFIC, INC. ("DOCOMO PACIFIC"). In 2006, the FCC approved the transfer of control of wireless providers Guam Cellular and Paging, Inc. ("Guam Cellular") and Guam Wireless Telephone Company, L.L.C. ("Guam Wireless") to DOCOMO

Guam.¹ In reviewing and approving that transaction, the FCC found that DOCOMO, through its wholly owned subsidiary DOCOMO Guam, was qualified to control FCC authorizations and that ownership of the FCC licensees by DOCOMO would result in public interest benefits for consumers in Guam and the CNMI.²

B. MCV

MCV is a broadband service provider headquartered and incorporated in Guam. Through its wholly owned subsidiaries,³ MCV offers cable television, high-speed data, and interconnected VoIP services to residential, hotel, and commercial subscribers located in Guam and the CNMI. MCV is the 37th largest cable provider in the U.S., ranked by basic subscribers, and the primary cable television provider in Guam and the CNMI. MCV is widely recognized in the community as a customer-focused company providing high quality products and services over its state-of-the-art hybrid fiber coax ("HFC") network, which passes over 50,000 residential homes. MCV overhauled its Guam system in 2003 to build the HFC network, investing over \$18 million. Since 2003, MCV has continued to invest in improving the network, gradually upgrading the system capacity from 750 MHz to 860 MHz and then to 1 GHz.

In Guam, MCV offers cable television, high-speed data, and VoIP services through its own facilities. It also resells wireless service as a non-facilities-based mobile virtual network operator ("MVNO"). In the CNMI, MCV offers cable television and high-speed data services.

¹ *Applications of Guam Cellular and Paging, Inc. and DoCoMo Guam Holdings, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order and Declaratory Ruling, 21 FCC Rcd 13580 (2006) ("Guam Cellular Order").

² Guam Cellular Order at 13608 (¶ 54).

³ MCV's wholly owned subsidiaries that hold FCC licenses and authorizations are Guam Telecom, LLC, Guam Cable Group, Inc., CNMI Telecom, LLC, and CNMI Cablevision, LLC.

MCV's primary competitor is GTA TeleGuam, the incumbent local exchange carrier ("ILEC") on Guam. GTA TeleGuam also offers cable television, high-speed data, VoIP, and wireless service to Guam customers. In the CNMI, MCV faces competition in the high-speed data market from incumbent local exchange carrier Pacific Telecom, Inc., d/b/a IT&E.

C. The Proposed Transaction

On August 29, 2012, MCVGH, its parent company, MCV Acquisition, LLC, Seaport Capital Partners II, L.P., and Project Magellan Equityholders' Representative LLC, acting in its capacity as the representative of Seaport and the other owners of MCV Acquisition, LLC in connection with the proposed transaction, entered into a purchase and sale agreement with DOCOMO. Pursuant to the agreement and a subsequent assignment, DOCOMO Guam will purchase all of the stock of MCVGH. Upon consummation of the proposed transaction, MCVGH and its subsidiaries will become wholly owned subsidiaries of DOCOMO Guam.

Charts showing the current ownership and post-closing ownership are attached as Exhibit 3.

II. The Proposed Transaction is in the Public Interest

Pursuant to Sections 214(a) and 310(d) of the Act, the Commission must determine whether the proposed transfer of control would serve the public interest, convenience and necessity.⁴ In making this determination, the Commission must first find that the proposed transaction complies with the specific provisions of the Communications Act, other applicable

⁴ 47 U.S.C. §§ 214(a) and 310(d). *See, e.g., Intelsat, Ltd., Transferor, and Zeus Holdings Limited, Transferee, Consolidated Application for Consent to Transfers of Control of Holders of Title II and Title III Authorizations and Petition for Declaratory Ruling under Section 310 of the Communications Act of 1934, as Amended*, Order and Authorization, 19 FCC Rcd 24820, 24825 (¶ 14) (2004).

statutes, the Commission's rules, and federal communications policy.⁵ The Commission next considers whether the proposed transaction would result in any public interest harm and employs a balancing test, weighing any public interest harms against the public interest benefits. The proposed transfer of control does not violate any law or rule, and, for the reasons discussed below, it will strongly promote the public interest.

DOCOMO Guam and DOCOMO are Fully Qualified to Control FCC Licenses.

DOCOMO Guam and DOCOMO control an FCC licensee, DOCOMO PACIFIC, that currently provides service in Guam and the CNMI. This entity was acquired in 2006, when the FCC approved the transfer of control of wireless provider Guam Cellular and Paging, Inc. ("Guam Cellular") to DOCOMO Guam and the assignment of licenses and authorizations held by Guam Wireless Telephone Company, L.L.C. ("Guam Wireless") to Guam Cellular.⁶ The name of Guam Cellular subsequently was changed to DOCOMO PACIFIC. In reviewing and approving that transaction, the FCC found that DOCOMO, through its wholly owned subsidiary DOCOMO Guam, was qualified to control FCC authorizations and that indirect ownership of the FCC licensees by DOCOMO would result in public interest benefits for consumers in Guam and the CNMI.⁷

⁵ See, e.g., *Constellation, LLC and Intelsat Holdings, Ltd. (Intelsat/PanAmSat Merger)*, Memorandum Opinion and Order, 21 FCC Rcd 7368, 7378 (¶ 17) (2006); *Verizon Communications Inc. and MCI Inc., Applications for Approval of Transfer of Control*, Memorandum Opinion and Order, WC Docket No. 05-75, 20 FCC Rcd 18433, 18443 (¶ 16) (2005); *SBC Communications Inc. and AT&T Corp., Applications for Approval of Transfer of Control*, Memorandum Opinion and Order, WC Docket No. 05-65, 20 FCC Rcd 18290, 18300 (¶ 16) (2005).

⁶ Guam Cellular Order, *supra* note 1.

⁷ *Id.* at 13608 (¶ 54).

U.S. Customers Will Benefit From DOCOMO's Expertise, Management and Financial Stability. Approval of this transaction will promote the public interest because it will allow DOCOMO to bring its telecommunications expertise, management resources, and financial stability to MCV's operations in Guam and the CNMI.⁸ After the transaction, current customers of MCV will continue to enjoy cable television, high-speed data, VoIP, and non-facilities-based wireless telephone service without reduction, impairment, or discontinuance of service. Indeed, due to the telecommunications experience and management of DOCOMO, customers may experience an improved level of service.⁹

No Competitive Harm. The proposed transaction will not result in any competitive harm. MCV and DOCOMO Guam provide entirely distinct service offerings in Guam and the CNMI. DOCOMO Guam's wholly owned subsidiary, DOCOMO PACIFIC, provides facilities-based wireless services in Guam and the CNMI. MCV provides cable television, high-speed data, VoIP services and resold wireless services in Guam. MCV only provides limited resold services in Guam. Specifically, it only resells this service to a limited number of its own customers in Guam that already receive at least two of three services (cable television, high-speed data, or VoIP) provided by MCV. MCV only provides cable television and high-speed data services in the CNMI.

⁸ See, e.g., *Iridium Holdings LLC and GHL Acquisition Corp. (Transfer of Control)*, Memorandum Opinion and Order and Declaratory Ruling, 24 FCC Rcd 10725, 10736 (¶ 26) (2009).

⁹ See, e.g., *Acquisition of Certain Assets of CIMCO Communications, Inc. by Comcast Phone LLC, Comcast Phone of Michigan, LLC and Comcast Business Communications, LLC*, Memorandum Opinion and Order and Order on Reconsideration, 25 FCC Rcd 3401, 3403 (¶ 4) (2010).

Each of the services provided by MCV is subject to competition in Guam and the CNMI, and acquisition of MCV by DOCOMO Guam will not affect the number of competitors for these services. For example, there are currently four facilities-based wireless carriers in Guam: GTA TeleGuam, IT&E, iConnect, and DOCOMO PACIFIC. DOCOMO Guam's proposed acquisition of control of MCV, which provides only non-facilities-based resold wireless services, will not reduce the number of competitors. The Commission has previously found no competitive harm exists where a transaction is unlikely to result in a reduction in the number of potential competitors.¹⁰

Foreign Ownership. DOCOMO is a company incorporated in Japan, a WTO member country. This application is not subject to the foreign ownership limitations in Section 310(b) of the Communications Act of 1934, as amended because MCV does not own or control any broadcast, common carrier or aeronautical FCC authorizations.¹¹ Moreover, the Commission recognizes the importance of foreign investment in the communications industry, noting that such investment has "proven to be an important source of equity financing for U.S. telecommunications companies, fostering technical innovation, economic growth, and job

¹⁰ See, e.g., *Bell Atlantic New Zealand Holdings, Inc., Transferor, and Pacific Telecom, Inc., Transferee*, Order and Authorization, 18 FCC Rcd 23140 (2003).

¹¹ 47 U.S.C. § 310(b). As the FCC held over thirty years ago, "Section 310 of the Act applies only to telecommunications facilities licensed by the Commission and only to telecommunications facilities that make use of radio frequencies (generally only broadcast and common carrier radio licenses). We do not read it as reflecting a general policy against foreign investment in communications enterprises in the United States." *Parts 76 and 78 of the Commission's Rules to Adopt General Citizenship Requirements for Operation of Cable Television Systems and for Grant of Station Licenses in the Cable Television Relay Service*, 77 F.C.C.2d 73, 81 (¶ 20) (1980); see also *Application of GRC Cablevision, Inc., Charleston, Clarksville, Jeffersonville, and Sellersburg, Ind.*, 47 F.C.C.2d 467 (1974). Moreover, "Congress, in adopting revision to Section 310 in 1974, did not include nonbroadcast licenses (*such as those within the cable television relay service*) within the general ownership prohibitions of the section." *Citizenship Requirements Order*, 77 F.C.C.2d at 81 n.7 (emphasis added).

creation.”¹² Indeed, the Commission has previously reviewed ownership of FCC licenses and authorizations by DOCOMO and found this ownership to be in the public interest.¹³

Continuity of National Security Protections. DOCOMO Guam is a party to the Agreement between Guam Cellular and Paging, Inc. and DOCOMO Guam Holdings, Inc. on the one hand, and the Federal Bureau of Investigation (“FBI”), the U.S. Department of Justice (“DOJ”), and the U.S. Department of Homeland Security (“DHS”) (collectively the “Executive Agencies”) on the other attached as an Appendix to the FCC order dated November 13, 2006 in WC Docket No. 06-96.¹⁴ DOCOMO Guam affirms that the commitments and undertakings in the Agreement will continue to be binding after the proposed transfer of control. In addition, DOCOMO Guam agrees to accept as a condition to grant of the proposed transfer of control that the terms and conditions of the Agreement apply to the additional facilities and licenses proposed to be transferred to DOCOMO Guam. A copy of this application will be provided to the Executive Branch Agencies as well. Accordingly, the proposed transaction does not raise any national security or law enforcement concerns.

III. Treatment of Pending Applications

In addition to the licenses and authorizations identified in these applications, MCV may file additional applications or have pending applications granted prior to grant of the transfer

¹² *Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, IB Docket No. 11-133, Notice of Proposed Rulemaking, FCC 11-121, ¶ 2 (Aug. 9, 2011).

¹³ *See* Guam Cellular Order, *supra* note 1. DOCOMO Guam is considered dominant with respect to the U.S.-Japan route and agrees to comply with the dominant carrier safeguards in Section 63.10(c) & (e) of the rules in the provision of international service between the United States and Japan.

¹⁴ *See* Guam Cellular Order, *supra* note 1.

application or consummation of the proposed transfer of control. DOCOMO Guam therefore requests that, consistent with Commission precedent, the grant of these applications include authority for the transfer of control of: (i) all licenses and authorizations issued or assigned to MCV and its subsidiaries during the pendency of the applications and prior to the consummation of any approved transaction; and (ii) all applications pending at the time of consummation of the proposed transfer of control. DOCOMO Guam will supplement, as necessary, any filed applications that are pending upon the consummation of the proposed transfer of control to reflect the new ownership.¹⁵

¹⁵ See 47 C.F.R. § 1.65.

Exhibit 2

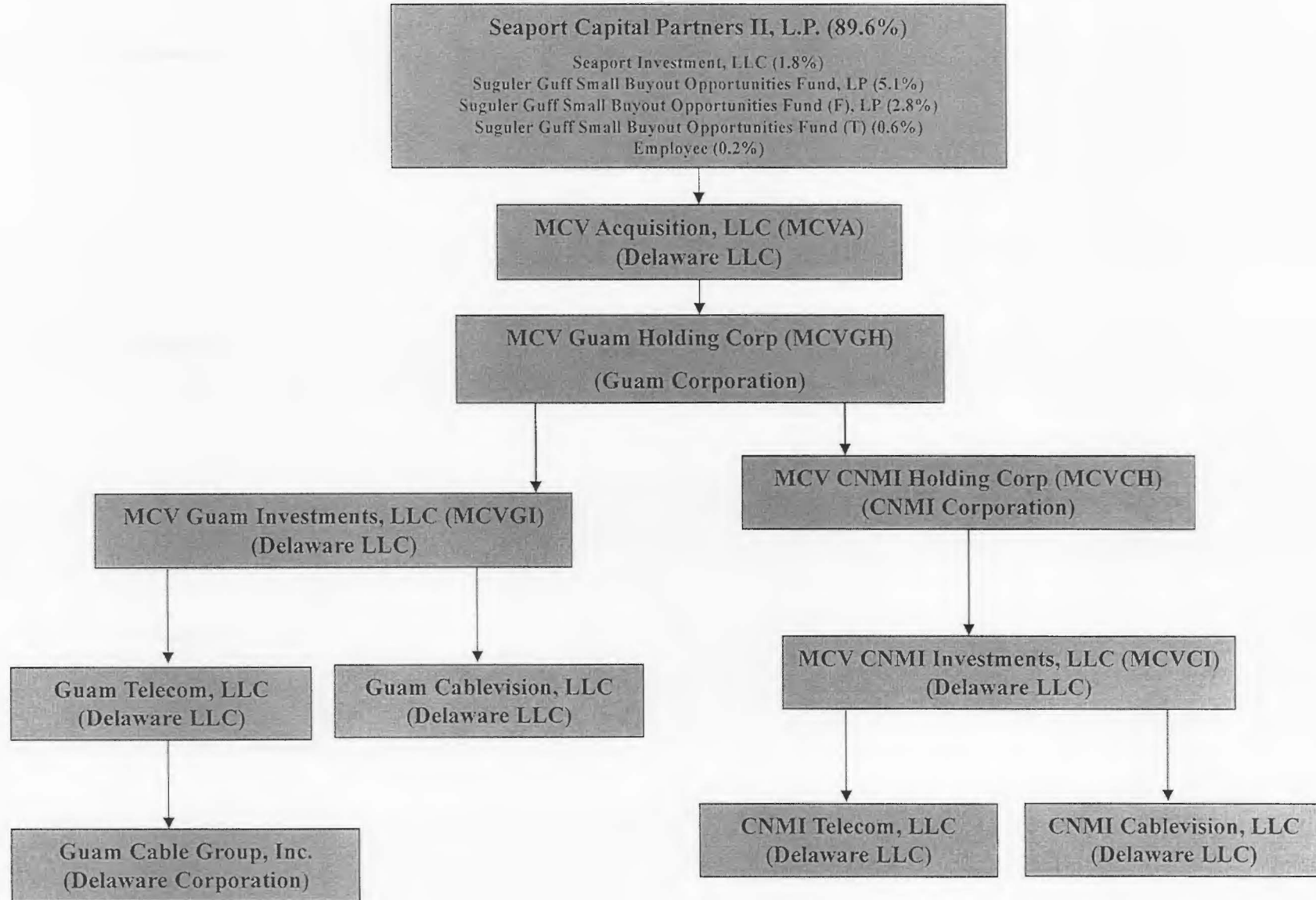
FCC Authorizations

File Number/Call Sign	Licensee	Authorization
ITC-214-20050825-00347	CNMI Telecom, LLC	Global facilities-based and resale services
ITC-214-20050825-00349	Guam Telecom, LLC	Global facilities-based and resale services
ITC-214-19910624-00006	Guam Cable Group, Inc. ¹	Authority to resell the switched message telephone services of existing common carriers to provide international switched services between the U.S. mainland, Guam and various overseas points
ITC-214-19921211-00121	Guam Cable Group, Inc.	Authority to lease circuits from Comsat
ITC-214-19950613-00022	Guam Cable Group, Inc.	Authority to Acquire and Operate Capacity on the TPC-5 Cable system
ITC-214-19960730-00354	Guam Cable Group, Inc.	Global facilities-based and resale services)
ITC-214-20030404-00169	Guam Cable Group, Inc.	Global facilities-based and resale services
Domestic Section 214 Authority	Guam Telecom, LLC	Blanket authority to provide domestic telecommunications services
SCL-LIC-19980309-00005	Guam Cable Group, Inc.	China-U.S. Cable System
WLY-826	CNMI Cablevision, LLC	Cable television relay service license

¹ In 2006, the FCC approved the transfer of control of the five international Section 214 authorizations held by Guam Cable Group, Inc. to its current ownership by MCVGH. See FCC File No. ITC-T/C-20061107-00503.

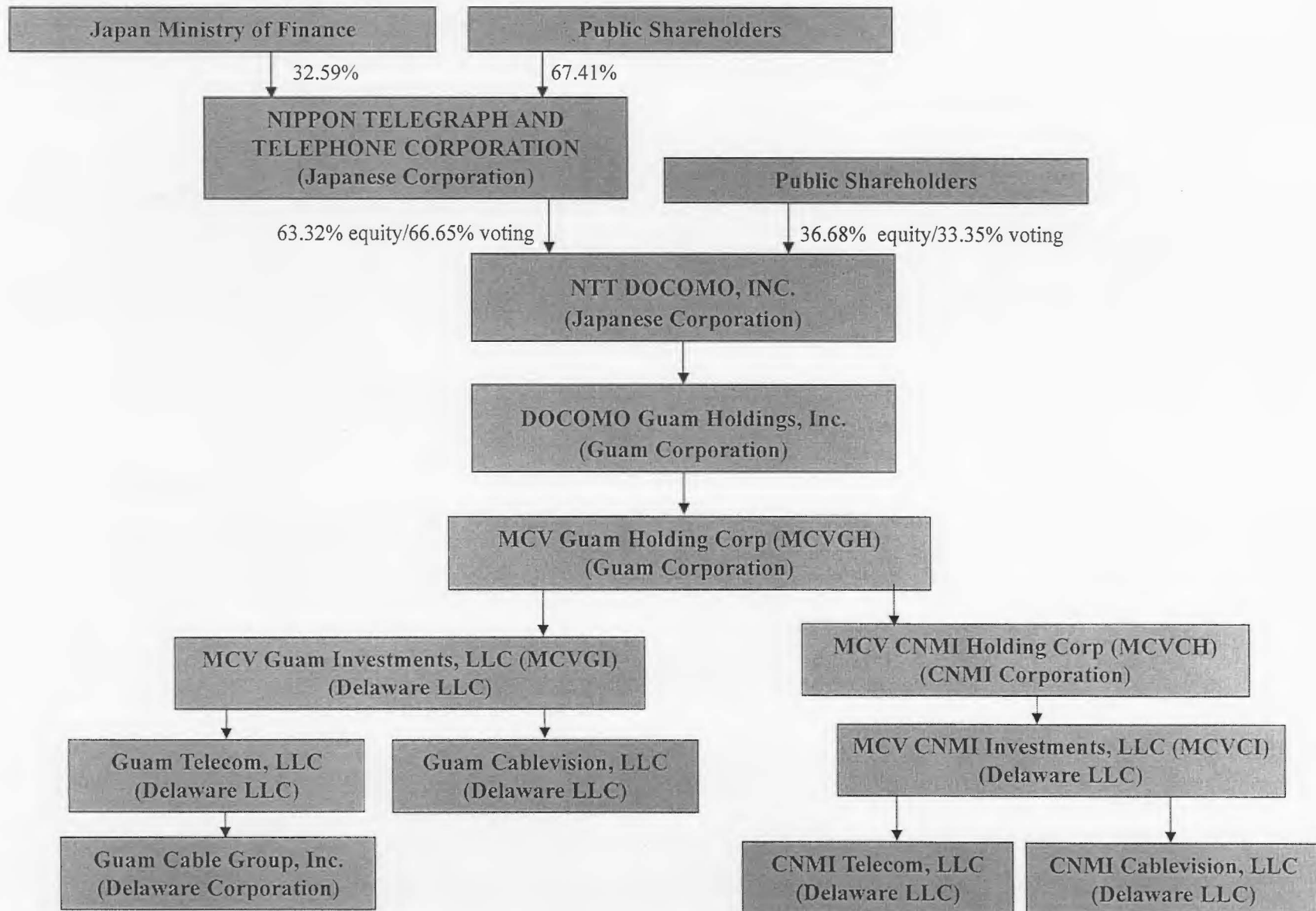
Exhibit 3

CURRENT OWNERSHIP OF MCVGH*



*All ownership percentages are 100% unless otherwise noted.

PROPOSED NEW OWNERSHIP OF MCVGH*



*All ownership percentages are 100% unless otherwise noted.